

MINUTES
FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY

August 21, 2019

The Board of Directors ("Board") of the Fort Bend Grand Parkway Toll Road Authority ("Authority") met in regular session, open to the public, on August 21, 2019, at the offices of The Muller Law Group, PLLC, 202 Century Square Boulevard, Sugar Land, Texas 77478, and the roll was called of the members of the Board:

James D. Condrey, DDS	Chairman
Bobbie A. Tallas	Vice Chairman
Charles Rencher	Secretary
Dean Hrbacek	Assistant Secretary
William D. Kee, III	Treasurer/Assistant Vice Chairman

and all of the above were present, except Director Rencher, thus constituting a quorum.

Also present for all or part of the meeting were: Rick Staigle of Fort Bend County Engineering Department; Colin Parrish of Statehouse Consultants, LLC; Gary Gehbauer of Brown & Gay Engineers, Inc. ("BGE"); Mike Stone and Phillip Smith of Mike Stone Associates, Inc. ("MSA"); and Shima Jalalipour and Amy N. Love of The Muller Law Group, PLLC ("MLG"). A list of others in attendance is attached.

Director Condrey called the meeting to order.

RECEIVE PUBLIC COMMENTS

Director Condrey opened the meeting to receive public comments.

There being no public comments, Director Condrey closed the meeting to public comments.

MINUTES

The Board considered approving the minutes of the July 17, 2019, regular meeting and the July 24, 2019, special meeting, copies of which are included in the attached Board Book. Following review and discussion, Director Tallas moved to approve the minutes, as submitted. Director Kee seconded the motion, which passed unanimously.

INSURANCE MATTERS

Mr. Stone reported that HARCO Insurance Services, Inc. ("HARCO") provided a reimbursement check in the amount of \$43,311.10, to the Authority for the insured property adjustments that were made to the current policy. He added that HARCO has also submitted a request to TML for renewal pricing and McDonald and Wessendorff Insurance is working on obtaining pricing for private insurance coverage options. No Board action was made.

ADOPTION OF ORDER AMENDING AND RESTATING THE RECORDS MANAGEMENT PROGRAM

Ms. Jalalipour presented an Order Amending and Restating the Authority's Records Management Program ("Order"). Director Hrbacek recommended Board members be given an Authority email address for all communications regarding Authority matters. Discussion ensued, and Mr. Stone agreed to create email addresses for each Board member, adding that MLG, as the Authority's Records Management Officer, will have access to each email account. Following review and discussion, Director Hrbacek moved to adopt the Order. Director Tallas seconded the motion, which passed unanimously.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Stone presented the bookkeeper's report, a copy of which is included in the attached Board Book, including the budget, flow of funds, and a list of checks presented for Board approval. Following review and discussion, Director Hrbacek moved to approve the bookkeeper's report, including authorization of payment of the 29 invoices presented totaling \$319,451.95. Director Kee seconded the motion, which passed unanimously.

The Board reviewed the draft budget for the fiscal year ending September 30, 2020. Mr. Stone stated that certain operational and toll system expenses shared by the Authority and the Fort Bend County Toll Road Authority ("FBCTRA") will be billed at 40 percent (40%) to the Authority and 60 percent (60%) to the FBCTRA moving forward. He added that the percentages are determined based on roadway revenues and will be recalculated annually.

Mr. Stone then discussed billing procedures and requested the Board authorize MSA and MLG to combine their individual billing of each capital improvement project into one invoice from each firm. He stated that each invoice will continue to separate each project, however only one check, to each firm, will need to be issued from Fort Bend County. Discussion ensued, and the Board concurred to authorize MSA and MLG to combine individual billing of capital improvement projects into one invoice from each firm.

APPROVAL OF SECOND AMENDED AND RESTATED MASTER SERVICE AGREEMENT WITH REMOTE MONITORING SERVICES, LLC

The Board considered approval of a Second Amended and Restated Master Service Agreement with Remote Monitoring Services, LLC ("RMS"), to remove the excess liability insurance requirement, as they are no longer installing flood-monitoring equipment and only providing operation services. Following review and discussion, Director Kee moved to approve the Second Amended and Restated Master Service Agreement with RMS. Director Hrbacek seconded the motion, which passed unanimously.

OPERATING MATTERS

Mr. Stone presented and reviewed the operations report, a copy of which is included in the attached Board Book. Discussion ensued regarding costs and benefits of planting wildflowers in certain areas instead of regular mowing, and the Board concurred to take no action at this time.

Mr. Stone stated that the current landscaping maintenance service contracts are scheduled to expire at the end of September. He requested authorization to send out a request for proposals for landscaping maintenance services.

Mr. Stone stated that the current illumination maintenance service contracts are scheduled to expire at the end of September. He requested authorization to send out a request for proposals for illumination maintenance services.

Following discussion, Director Kee moved to: i) approve the operations report; ii) authorize MSA to submit a request for proposals for landscaping maintenance services; and iii) authorize MSA to submit a request for proposals for illumination maintenance services. Director Tallas seconded the motion, which passed unanimously.

CAPITAL IMPROVEMENTS PLAN

INSTALLATION OF DEDICATED FIBER FROM WESTPARK TOLLWAY TO US-59

Mr. Gehbauer provided an update on the installation of dedicated fiber from Westpark Tollway to US-59. No Board action was taken.

PEEK ROAD OVERPASS AND SIGNALIZED INTERSECTION

Mr. Gehbauer provided an update on the Peek Road Overpass and Signalized Intersection. No Board action was taken.

AUXILIARY LANES BETWEEN HARLEM ROAD AND MASON ROAD, ENTRANCE AND EXIT RAMP AT WEST AIRPORT BOULEVARD, AND U-TURNS AT WEST AIRPORT BOULEVARD

Mr. Gehbauer reported that BGE had a scoping kick-off meeting with LJA Engineers. No Board action was taken.

ADDITION OF THIRD LANE BETWEEN US-59 AND RIVERPARK DRIVE

Mr. Gehbauer reported that BGE has received and is in the process of reviewing the scope and fee for design from Binkley Barfield. No Board action was taken.

INSTALLATION OF FOUR CHANGEABLE MESSAGE SIGNS

Mr. Gehbauer provided an update on the plans for the installation of four changeable message signs on the Grand Parkway. He stated that once the locations are determined, TransCore will develop a final cost to procure, install, and connect the signs to the Authority's fiber network. No Board action was taken.

INSTALLATION OF TRAFFIC CAMERAS AND SPEED MONITORS ON SEGMENT D

Mr. Stone provided an update on the plans for the installation of traffic cameras and speed monitors on the Grand Parkway. He recommended the Board approve Change Order No. 1 in the amount of \$503,228 (\$281,393 of which is the Authority's share) for quantity adjustments. Following review and discussion, Director Hrbacek moved to approve Change Order No. 1 in the amount of \$503,228. Director Kee seconded the motion, which passed unanimously.

MILL AND OVERLAY OF MAIN LANES ON SEGMENT D

Mr. Gehbauer provided an update on the plans for the mill and overlay of main lanes on Segment D and requested authorization to advertise and receive bids for this project. Following discussion, Director Tallas moved to authorize advertisement for the mill and overlay of main lanes on Segment D. Director Kee seconded the motion, which passed unanimously.

TOLL COLLECTION AND VIOLATION PROCESSING AGREEMENTS

Mr. Stone provided an update on meetings MSA had with HCTRA regarding the toll collection and processing agreements. No Board action was taken.

UPDATE ON INTER-GOVERNMENTAL DISCUSSIONS AND STRATEGIC PLANNING

There was no discussion on this agenda item.

UPDATE ON LEGISLATIVE AND/OR STATEWIDE POLICY

Mr. Parrish reported on legislative matters impacting toll roads. No Board action was taken.

Additional information on each agenda item may be found in the attached Board Book. There being no further business to come before the Board, the meeting was adjourned.





Secretary, Board of Directors

LIST OF ATTACHMENTS

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Any documents referenced in these minutes and not attached herein are retained in the Authority's official records, in accordance with the Authority's Record Management Program, and are available upon request.